

EXHIBIT A

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS

In re:)	Chapter 11
)	
ECHO ENERGY PARTNERS I, LLC)	Case No. 20-31920
)	
Debtor.)	

**DECLARATION OF GREGG LASWELL IN SUPPORT OF DEBTOR'S MOTION FOR
ENTRY OF AN ORDER AUTHORIZING THE (I) RETENTION OF OPPORTUNE, LLC
AS RESTRUCTURING ADVISOR, (II) DESIGNATION OF GREGG LASWELL AS
CHIEF RESTRUCTURING OFFICER, AND (III) GRANTING RELATED RELIEF**

I, Gregg Laswell, hereby declare as follows:

1. I am a Director at Dacarba LLC (“Dacarba”), a subsidiary of Opportune LLP (“Opportune”), an energy consulting services firm with offices in Houston, Dallas, Denver, and Tulsa. I submit this declaration (this “Declaration”) in support of the Application of the Debtor’s Motion for Entry of an Order Authorizing the (I) retention of Opportune, LLC as restructuring advisor, (II) the designation of Gregg Laswell as Chief Restructuring Officer, and (III) granting related relief (the “Motion”)², and the continued employment and retention of Opportune. Except as otherwise noted, all facts herein are based on my personal knowledge, information gathered from review of relevant documents, and information supplied by other Opportune professionals.

I. DISINTERESTEDNESS AND ELIGIBILITY

2. Opportune, together with its affiliates (the “Firm”), utilize certain procedures (“Firm Procedures”) to determine the Firm’s relationships, if any, to parties that may have a connection to a client debtor. In implementing the Firm Procedures, the following actions were

² Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Motion.

taken to identify parties that may have connections to the Debtor, and the Firm's relationship with such parties:

- (a) Opportune requested and obtained from the Debtor extensive lists of interested parties and significant creditors (the "Potential Parties-in-Interest"). The list of Potential Parties-in-Interest that Opportune reviewed is annexed hereto as **Schedule 1**. The Potential Parties-in-Interest reviewed include, among others, the Debtor, prepetition lenders, noteholders, officers, directors, the 30 largest unsecured creditors of the Debtor, significant customers, utilities, insurers, significant counterparties to material agreements, and litigation claimants. Certain of the disclosures herein relate to matters within the personal knowledge of other professionals at Opportune and are based on information provided by them. The list of Potential Parties-in-Interest is expected to be updated during these chapter 11 cases. Opportune continues to review the relationships its professionals may have with potentially interested parties and to determine whether any relationships other than those set forth herein exist. As may be necessary, Opportune will supplement this Declaration if it becomes aware of a relationship that may adversely affect Opportune's retention in this case or discovers additional parties-in-interest through the filing of statements of financial affairs or statements under Bankruptcy Rule 2019. Opportune will update this disclosure if it is advised of any trading of claims against or interests in the Debtor that may relate to Opportune's retention or otherwise requires such disclosure.
- (b) Opportune then compared the names of each of the Potential Parties-in-Interest to the names in its master electronic database of the Firm's current and recent clients (the "Client Database"). The Client Database generally includes the name of each current and former client of the Firm
- (c) An email was issued to all Firm professionals requesting disclosure of information regarding: (i) any known personal connections between the respondent and/or the Firm on the one hand, and either the Potential Parties-in-Interest or the Debtor, on the other hand; (ii) any known connections or representation by the respondent and/or the Firm of any of the Potential Parties-in-Interest in matters relating to the Debtor; and (iii) any other conflict or reason why Opportune may be unable to represent the Debtor.
- (d) Known connections between former or recent clients of the Firm and the Potential Parties-in-Interest were compiled for purposes of preparing this Declaration. These connections are listed in **Schedule 2** annexed hereto.

3. In reviewing its records and the relationships of its professionals, Opportune did not seek information as to whether any Opportune professional or member of his/her immediate

family: (a) indirectly owns, through a public mutual fund or through partnerships in which certain Opportune professionals have invested but as to which such professionals have no control over or knowledge of investment decisions, securities of the Debtor or any other party in interest; or (b) has engaged in any ordinary course consumer transaction with any party in interest. If any such relationship does exist, I do not believe it would impact Opportune's disinterestedness or otherwise give rise to a finding that Opportune holds or represents an interest adverse to the Debtor's estate.

4. As a result of the Firm Procedures, I have thus far ascertained that, except as may be set forth herein, upon information and belief, Opportune:

- (a) is not a creditor of the Debtor (including by reason of unpaid fees for prepetition services), an equity security holder of the Debtor (except certain Firm employees may own de minimis amounts representing not more than 0.01% of the equity interests in the related entity), or an "insider" of the Debtor, as that term is defined by section 101(31) of the Bankruptcy Code;
- (b) is not, and has not been, within two years before the Petition Date, a director, officer, or employee of the Debtor; and
- (c) does not have an interest materially adverse to the interests of the Debtor's estate, or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in, the Debtor, or for any other reason.

5. As can be expected with respect to any international professional services firm such as Opportune, the Firm provides services to many clients with interests in the Debtor's chapter 11 case. To the best of my knowledge, except as indicated below, the Firm's services for such clients do not relate to the Debtor's chapter 11 case.

6. Further, as part of its diverse practice, the Firm appears in cases and proceedings and participates in transactions that involve many different professionals, attorneys, accountants, and financial consultants, who represent claimants and parties-in-interest in the Debtor's chapter 11 case. Further, the Firm has performed in the past, and may perform in the future, advisory

consulting services for various attorneys and law firms, and has been represented by several attorneys and law firms, some of whom may be involved in these proceedings. Based on our current knowledge of the professionals involved, and to the best of my knowledge, none of these relationships create interests materially adverse to the Debtor in matters upon which Opportune is to be employed, and none are in connection with this case.

7. To the best of my knowledge, no employee of the Firm is a relative of or has been connected with the U.S. Trustee in this district or its employees.

8. Accordingly, to the best of my knowledge, Opportune is a “disinterested person” as that term is defined by section 101(14) of the Bankruptcy Code, in that Opportune (i) is not a creditor, equity security holder, or insider of the Debtor, (ii) was not, within two years before the date of filing of the Debtor’s chapter 11 petition, a director, officer, or employee of the Debtor, and (iii) does not have an interest materially adverse to the interest of the Debtor’s estate or of any class of creditors or equity security holders.

9. If any new material relevant facts or relationships are discovered or arise, Opportune will promptly file a supplemental declaration.

II. COMPENSATION

10. Subject to Court approval and in accordance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Fee Guidelines, the Local Rules, and any other applicable procedures and orders of the Court, Opportune will seek from the Debtor payment for compensation on an hourly basis and reimbursement of actual and necessary expenses incurred by Opportune. Opportune’s customary hourly rates as charged in bankruptcy and nonbankruptcy matters of this type by the professionals assigned to this engagement are outlined in the Application. To the best of my knowledge, (i) no commitments have been made or received by

Opportune with respect to compensation or payment in connection with these cases other than in accordance with applicable provisions of the Bankruptcy Code and the Bankruptcy Rules; and (ii) Opportune has no agreement with any other entity to share with such entity any compensation received by Opportune in connection with these chapter 11 cases.

III. INDEMNIFICATION

11. Additionally, the Engagement Letter includes a provision for the indemnification of Opportune by the Debtor. I believe the Indemnification Provisions are generally consistent in all material respects with the indemnification provisions contained in Opportune's standard engagement letter for both in- and out-of-court restructuring advisory and support services. Further, similar indemnification arrangements have been approved by courts as part of Opportune's retention in other bankruptcy matters.

12. The Indemnification Provisions are important and necessary to limit the exposure of advisors to potential future liability for decisions made based on all material information reasonably available. To the best of my knowledge, such indemnification provisions are consistent with the marketplace. I believe that the Indemnification Provisions are appropriate and reasonable for the engagement of Opportune as restructuring advisor in these chapter 11 cases.

13. By reason of the foregoing, I believe Opportune is eligible for employment and retention by the Debtor pursuant to sections 327(a) (as modified by sections 1107(b)) and 328 of the Bankruptcy Code, the applicable Bankruptcy Rules, and the Local Rules.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing statements are true and correct.

Dated: April 2, 2020
Houston, Texas

Gregg Laswell

Gregg Laswell
Director
Opportune LLP

Schedule 1

Potential Parties-in-Interest

Debtors

Echo Energy Partners I, LLC

Debtors' Trade Names and Aliases (up to 8 years) (a/k/a, f/k/a, d/b/a)

Echo Energy Partners I, LLC

Affiliates

Cartesian Equity Management, LLC

CWC Holdings, LLC

Echo E&P, LLC

Echo Energy, LLC

Echo Investment Partners, LLC

Southern Echo, LLC

Bank Accounts

MidFirst Bank

Texas Capital Bank

Bankruptcy Judges and Staff (for the Southern District of Texas)

Chief Judge David R. Jones

Judge Marvin Isgur

Judge Christopher M. Lopez

Judge Jeffrey P. Norman

Judge Eduardo V. Rodriguez

Albert Alonzo

Ana Castro

Jeannie Andresen

Jeannie Chavez

Kimberly Picota

LinhThu Do

Mario Rios

Rosario Saldana

Tracey Conrad

Tyler Laws

Darlene Hansen

David J. Bradley

Current Officers and Directors

John T. Young

Position

Independent Director

Christian Kanady
Brandon O'Gara
Tanner W. Hicks
Joshua Hood

Founder & Chief Executive Officer
Chief Financial Officer
General Counsel and Executive VP of Land and Legal
Executive Vice President of Treasury and Accounting

Current Officers and Directors Affiliations

John T. Young
Christian Kanady
Christian Kanady
Christian Kanady
Christian Kanady
Christian Kanady
Christian Kanady

Affiliation

Conway MacKenzie
Echo Investment Partners, LLC
Echo E&P, LLC
Echo Energy, LLC
Southern Echo, LLC
Cartesian Equity Management, LLC

Debtors Professionals (law firms, accountants and other professionals)

Bracewell LLP
Opportune LLP

Equity Holders

Cartesian Equity Management, LLC
Collins Permian, LP
CWC Holdings LLC
Patrick Collins
Wallace Family Partnership LP
HPS Investment Partners, LLC

Insurance/Insurance Provider/Surety

Bonds

Oklahoma Corporation Commission
Secretary of State
Town of Cole

Lenders and Agent Under the Credit Agreement

MidFirst Bank
Texas Capital Bank, National Association

Litigation Counterparties/Litigation Pending Lawsuits – includes threatened litigation

HighPoint Energy LLC
N.V. Shires and Roger L. Beavers
Shepherd Royalty, LLC
Winstead PC Attorneys

Non-Debtors Professionals (law firms, accountants, and other professionals)

D.R. Payne & Associates

Winstead PC

Government & Taxing Authorities

Bureau of Indian Affairs
Bureau of Land Management
Commissioners of The Land Office
Delaware Secretary of State
Department of Environmental Air Quality
Division
Oklahoma Corporation Commission
Oklahoma County Treasurer
Oklahoma Independent Petroleum Association
Oklahoma Tax Commission
The City of Oklahoma City
Town of Cole

Top 30 Unsecured Creditors

CAMINO NATURAL RESOURCES LLC
MARATHON OIL COMPANY
WARWICK JUPITER LLC
GULFPORT MIDCON LLC
ENABLE GATHERING & PROCESSING LLC
EOG RESOURCES INC.
DEVON ENERGY PRODUCTION COMPANY LP
ACACIA ENERGY PARTNERS LLC
CITATION OIL AND GAS CORP
ROAN RESOURCES LLC
OVINTIV MID CONTINENT INC.
BP AMERICA PRODUCTION COMPANY
CIMAREX ENERGY COMPANY
LIME ROCK RESOURCES OPERATING COMPANY
CITIZEN ENERGY III LLC
RED ROCKS OIL & GAS OPERATING LLC
CASILLAS OPERATING LLC
ALTA MESA SERVICES LP
CHESAPEAKE ENERGY CORPORATION
XTO ENERGY INC.
PALOMA PARTNERS IV LLC
RED BLUFF RESOURCES OPERATING LLC
CHAPARRAL ENERGY LLC
RED WOLF OPERATING LLC
JONES ENERGY LLC
GAEDEKE OIL & GAS OPERATING

TRP OPERATING LLC
APACHE CORPORATION
UNIT PETROLEUM COMPANY
CONTINENTAL RESOURCES INC.

United States Trustee and Staff (for the Southern District of Texas)

Barbara Griffin (Bankruptcy Analyst)
Christine March, Trial Attorney
Christy Simmons (Bankruptcy Analyst)
Clarissa Waxton (Bankruptcy Analyst)
Diane Livingstone, Assistant U.S. Trustee
Glenn Otto (Bankruptcy Analyst)
Gwen Smith (Legal Assistant (Bankruptcy/OA))
Hector Duran, Trial Attorney
Henry G. Hobbs, Jr., US Trustee
Jacqueline Boykin (Legal Data Technician)
Linda Motto (Paralegal Specialist)
Luci Johnson-Davis (Paralegal Specialist)
Office of the United States Trustee
Patricia Schmidt (Legal Assistant (Bankruptcy/OA))
Stephen Statham, Trial Attorney

Vendors/Suppliers

89 Energy LLC
Acacia Energy Partners LLC
Alta Mesa Services LP
Apache Corporation
ARP Operating LLC
ARP Operating LLC
Avalon Operating LLC
Basis Resources Group, LLC
Beck Resources Inc.
Black Mesa Production LLC
Blake Production Company Inc.
BP America Production Company
BP Energy Company
Camino Natural Resources LLC
Cargill Incorporated
Carl L. Maloy
Carrera Energy LLC
Carrera Energy LLC
Casillas Operating LLC
Castell Oil Company LLC

Chaparral Energy LLC
Chesapeake Energy Corporation
Cheyenne Petroleum Co
Cimarex Energy Company
Citation Oil and Gas Corp
Citizen Energy II LLC
Citizen Energy III LLC
Comanche Exploration Company
Comanche Exploration Company LLC
Continental Resources Inc.
COR Operating LLC
COR Operating LLC
CT Corporation
Devon Energy Production Company LP
Eagle Exploration Production LLC
Eagle Exploration Production LLC
Echo E&P LLC
Echo E&P LLC
Echo E&P, LLC
Echo Energy, LLC
Echo Minerals LP
Echo Minerals Ac LLC
Echo Minerals Ac III LLC
Echo Minerals I LLC
Echo Warwick Minerals LLC
Enable Gathering & Processing LLC
Encana Oil & Gas Inc
EOG Resources Inc.
Evercore Group LLC
Excalibur Resources LLC
Gaedeke Oil & Gas Operating
Glenn Resources Corp
Gulfport Midcon LLC
Hall Estill Hardwick Gable
Hogan Taylor LLP
Jeffries LLC
Jones Energy LLC
K S Oil Company Inc.
Keith F. Walker Oil & Gas Company
Keith F. Walker Oil & Gas Company LLC
Kirby Minerals
Kirkland & Ellis LLP
Kirkpatrick Oil Company Inc.

Kirkpatrick Oil Company Inc.
Leslie J. Arnold
Lime Rock Resources Operating Company
Linn Operating Inc.
Mack Energy Co.
Map2009 OK
Marathon Oil Company
Mewbourne Oil Company
Minri LLC
Native Exploration Operating
Newfield Exploration MI
Ovintiv Mid Continent Inc.
Ovintiv Mid Continent Inc.
Paloma Partners IV LLC
Petroleum Strategies I
Phoenix Petrocorp Inc.
Phoenix Petrocorp Inc.
Pride Energy Company
R Payne Family Limited
Ranken Energy Corporation
Red Bluff Resources Operating LLC
Red Rocks Oil & Gas Operating LLC
Red Wolf Operating LLC
Rex M. Maloy
Rimrock Resources Operating LLC
Rimrock Resources Operating LLC
Roan Resources LLC
Roy M. Maloy
Sandridge Exploration & Production LLC
Sandridge Exploration & Production LLC
Shadow Creek Merge Assets
Sheridan Holding Company
Sk Nemaha LLC
SK Nemaha LLC
Sk Plymouth LLC
SK Plymouth LLC
Staghorn Petroleum II LLC
Stone Creek Operating, LLC
T2 Land Resources, LLC
Tapstone Energy LLC
Tapstone Energy LLC
TEP Anadarko Basin Operating LLC
TEP Anadarko Basin Operating LLC

Territory Resources LLC
Texas Capital Bank N.A.
TPR Mid Continent LLC
TPR Mid Continent LLC
Triumph Energy Partners LLC
TRP Operating LLC
Unit Petroleum Company
Vanguard Operating LLC
Vinson & Elkins LLP
Walsh Mineral Properties LLC
Warwick Bacchus, LLC
Warwick Jupiter LLC
XTO Energy Inc.

Schedule 2**Opportune's Connections to the Debtor**

Name	Connection
CAMINO NATURAL RESOURCES LLC	Client
EOG RESOURCES INC.	Client
ROAN RESOURCES LLC	Client
BP AMERICA PRODUCTION COMPANY	Client
CIMAREX ENERGY COMPANY	Client
LIME ROCK RESOURCES OPERATING COMPANY	Client
CITIZEN ENERGY III LLC	Client
CHESAPEAKE ENERGY CORPORATION	Client
CHAPARRAL ENERGY LLC	Client
JONES ENERGY LLC	Client
89 Energy LLC	Client
Alta Mesa Services LP	Client
Apache Corporation	Client
BP America Production Company	Client
Camino Natural Resources LLC	Current Client
Casillas Operating LLC	Client
Chesapeake Energy Corporation	Client
Cimarex Energy Company	Current Client
Citizen Energy II LLC	Client
Citizen Energy III LLC	Current Client
Echo Energy, LLC	Current Client
EOG Resources Inc.	Current Client
Hall Estill Hardwick Gable	Client
Jones Energy LLC	Current Client
Lime Rock Resources Operating Company	Current Client
Linn Operating Inc.	Client
Mewbourne Oil Company	Client
Red Rocks Oil & Gas Operating LLC	Current Client
Roan Resources LLC	Client
Tapstone Energy LLC	Client
TEP Anadarko Basin Operating LLC	Current Client
Unit Petroleum Company	Current Client
Vanguard Operating LLC	Current Client
Vinson & Elkins LLP	Client